

(File this application via e-docket, or if unable to do so, file one original verified application with the Chief Clerk.)

Docket No. _____
ICC Office Use Only

Please provide the appropriate information in the () areas in the heading below.

HELIO LLC

Application for a certificate of
(local or interexchange) authority
to operate as a reseller of telecommunications
services in the State of Illinois.

05-0728

CHIEF CLERK'S OFFICE

2005 DEC 19 A 11:19

ILLINOIS
COMMERCE COMMISSION

Supplemental
APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER
(Use additional sheets as necessary.)

GENERAL

1. Applicant's Name(including d/b/a, if any)

FEIN # 20-2254260

HELIO LLC

Address: Street 10960 Wilshire Blvd., Suite 700

City Los Angeles State/Zip California, 90024

2. Authority Requested: (Mark all that apply)

13-403 Facilities Based Interexchange

 X

13-404 Resale of Local and/or Interexchange

13-405 Facilities Based Local

3. Request for waivers/variances: In applications for local exchange service authority under Sections 13-404 or 13-405, waivers of Part 710 and of Section 735.180 of Part 735 are generally requested. In applications for interexchange service authority under Sections 13-403 and 13-404, waivers of Part 710 and Part 735 are generally requested. Please indicate which waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance.

 X Part 710 Uniform System of Accounts for Telecommunications Carriers

 X Part 735 Procedures Governing the Establishment of Credit, Billing,
Deposits, Termination of Service and Issuance of Telephone
Directories for Local Exchange Telecommunications Carriers in the
State of Illinois

X Section 735.180 Directories

 X Other

4. For all applicants requesting local exchange authority under Section 13-404 or Section 13-405, please complete the following:
- (a) the Standard Questions for Applicants Seeking Local Exchange Service Authority found in Appendix A of this document
 - (b) the 9-1-1 Questions for Applicants Seeking Local Exchange Service Authority found in Appendix B of this document;
 - (c) the Financial Questions for Applicants Seeking Local Exchange Service Authority found in Appendix C of this document; and
 - (d) if applicable, the Prepaid Service Questions for Applicants Seeking Local Exchange Service Authority found in Appendix D of this document.
5. In what area of the state does the Applicant propose to provide service?

All counties in the State of Illinois.

6. Please attach a sheet designating contact persons to work with Staff on the following:

- a) Issues related to processing this application:

Marc S. Martin
Kirkpatrick & Lockhart Nicholson Graham LLP
1800 Massachusetts Avenue, NW
Suite 200
Washington, DC 20036-1221
(202) 778-9859
(202) 778-9100 (Fax)
mmartin@kling.com

- b) Consumer Issues:

Neil J. Young
HELIO LLC
10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900

- c) Customer Complaint Resolution:

Terry Boyle
HELIO LLC
10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900
CustomerCare@helio.com

- d) Technical and service quality issues:

Terry Boyle
HELIO LLC

10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900

e) Tariff and pricing issues:

Neil J. Young
HELIO LLC
10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900

f) 9-1-1 issues:

Terry Boyle
HELIO LLC
10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900

g) Security/Law Enforcement:

Jeremy Rossen
HELIO LLC
10960 Wilshire Blvd., Suite 700
Los Angeles, CA 90024
(310) 312.3900

Please identify each contact person's (i) name, (ii) title, (iii) mailing address, (iv) telephone number, (v) facsimile number, and (vi) e-mail address.

7. Please check type of organization?

☐ Individual ☐ Corporation
☐ Partnership Date corporation was formed January 17, 2005
In what state? Delaware
☒ Other (Specify) Limited liability company

8. Submit a copy of articles of incorporation and a copy of certificate of authority to transact business in Illinois.

A copy of the Articles of Incorporation and Certificate of Authority to Transact Business in Illinois was supplied with the original Application.

9. List jurisdictions in which Applicant is offering service(s):

HELIO LLC is currently providing service in almost all 50 states under the EarthLink Wireless brand name.

10. Has the Applicant, or any principal in Applicant, been denied a Certificate of Service or had its certification revoked or suspended in any jurisdiction in this or another name?

☐ YES (Please provide details) ☒ NO

11. Have there been any complaints or judgments levied against the Applicant in any other jurisdiction?

____ YES ☒ NO

If YES, describe fully. _____

12. Has Applicant provided service under any other name?

☒ YES ____ NO

If YES, please list. EarthLink Wireless

13. Will the Applicant keep its books and records in Illinois? ____ YES ☒ NO

If NO, permission pursuant to 83 Ill. Adm Code Part 250 needs to be requested.

MANAGERIAL

14. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in either narrative form, resumes of key personnel, or a combination of these forms.

Narrative descriptions of Applicant's managerial and technical resources were previously supplied with the initial Application.

15. List officers of Applicant.

Sky D. Dayton	Chief Executive Officer
Todd Tappin	Chief Financial Officer
Wonhee Sull	Chief Operating Officer

16. Does any officer of Applicant have an ownership or other interest in any other entity which has provided or is currently providing telecommunications services? ____ YES ☒ NO

If YES, list entity. ____ (List only stock ownership greater than 10%)

17. How will Applicant bill for its service(s)? (At a minimum, describe how often the Applicant will bill for service and details of the billing statement.)

Customers will be billed on a monthly basis. The billing statement will provide complete monthly details consistent with wireless industry billing standards.

18. How does Applicant propose to handle service, billing, and repair complaints? (At a minimum, describe Applicant's internal process for complaint resolution, the complaint escalation process, the timeframe and process by which the customer is notified by Applicant that they may seek assistance from the Commission?)

Billing complaints can be raised through a toll-free phone call, e-mail or regular mail. Billing issues raised by customers will be responded to in a timely manner.

19. Will personnel be available at Applicant's business office during regular working hours to respond to inquiries about service or billing? ☒ YES ☐ NO

20. What telephone number(s) would a customer use to contact your company?

(888) 88-HELIO

21. Will Applicant abide by all Federal and State slamming and cramming laws pursuant to Section 13-902 of the Public Utilities Act and Section 258 of the 1996 Telecommunications Act?

☒ YES ☐ NO Applicant will comply with all slamming and cramming regulations, federal and state, to the extent applicable.

22. Please describe applicant's procedures to prevent slamming and cramming of customers?

As far as we're aware, slamming and cramming is not a significant issue in the wireless business. As of now, Helio has no plans to use outbound phone calls to sell its wireless services. If and when this changes, Helio will put in place appropriate procedures to support all applicable laws and regulations.

23. If granted authority to operate as a local exchange carrier, will the applicant abide by the following 83 Illinois Administrative Code Parts: 705, 710, 720, 725, 730, 732, 735, 755, 756, 757, 770, and 772?

☒ YES ☐ NO (If no, please provide an explanation.) Applicant will comply with all of these regulations to the extent such regulations are applicable to Applicant as a Commercial Mobile Radio Service provider and a Wireless Reseller of telecommunications services. Applicant has reviewed all of the referenced regulations and believes that, as a provider of Commercial Mobile Radio Service, it is exempt from state regulation of entry and rates pursuant to 47 U.S.C. Section 332 (c) (3).

24. Is Applicant aware that it must file tariffs prior to providing service in Illinois?

☐ YES ☒ NO Applicant as a Commercial Mobile Radio Service provider and a wireless reseller of telecommunications services is not subject to state regulation as to entry and rates and, consequently, no tariff needs to be filed with the Illinois Commerce Commission.

FINANCIAL

25. Please attach evidence of Applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service.

See Attachment A to this Application which is the most recent income statement and balance sheet for HELIO LLC's affiliate EarthLink and SK Telecom.

TECHNICAL

26. Does Applicant utilize its own equipment and/or facilities? ☐ YES ☒ NO

If YES, please list the facilities Applicant intends to utilize. Also include evidence that Applicant possesses the necessary technical resources to deploy and maintain said facilities:

If NO, which facility provider(s)'s services does the Applicant intend to use?

HELIO LLC will be reselling the services of Verizon Wireless and Sprint.

27. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, data services, local service, prepaid local service).

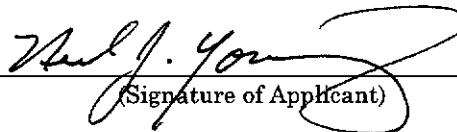
Commercial Mobile Radio Service

28. Will technical personnel be available at all times to assist customers with service problems?

☒ YES ☐ NO

29. If Applicant intends to provide payphone service, will the equipment utilized comply with FCC requirements and Finding (9) of the Commission Order entered in Docket No. 84-0442 on June 11, 1986, including, but not limited to: (a) touch dialing; (b) access to 9-1-1 and "0" operator dialing without use of a coin; (c) rules governing use of payphones by disabled persons; (d) ability to complete local and long-distance calls; (e) unlimited duration for local calls; and (f) a message explaining the telephone's general operations, dialing instructions for emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls? ☐ YES ☐ NO

N/A Applicant does not intend to offer payphone service.


(Signature of Applicant)

VERIFICATION

This application shall be verified under oath.

OATH

State of California

)ss

County of Los Angeles

Neil J. Young makes oath and says that he is the Assistant Secretary of HELIO, Inc., the managing member of HELIO LLC, and that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above-named applicant in respect to each and every matter set forth therein.

Neil J. Young
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public/ Jalleh Bamshad
(Title of person authorized to administer oaths)

in the State and County above named, this 14 day of December, 2005

Bamshad (J)
(Signature of person authorized to administer oath)

